

MAYER BROWN LLP

Douglas Spelfogel
Gina M. Parlovecchio
Charles S. Kelley (*pro hac vice*)
1221 Avenue of the Americas
New York, New York 10020
Telephone: (212) 506-2500
Facsimile: (212) 506-1910

-and-

**BACKENROTH FRANKEL &
KRINSKY, LLP**

Mark Frankel
800 Third Avenue
New York, New York 10022
Telephone: (212) 593-1100
Facsimile: (212) 644-0544

*Co-Counsel to the Debtor
and Debtor in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

96 WYTHE ACQUISITION LLC,

Debtor.

Chapter 11

Case No.: 21-22108 (RDD)

**DECLARATION OF MICHAEL LICHTENSTEIN IN SUPPORT OF
96 WYTHE ACQUISITION LLC'S BUSINESS RECORDS**

I, Michael Lichtenstein, representative for 96 Wythe Acquisition LLC hereby declare as follows:

1. I am the managing member of 96 Wythe Acquisition LLC ("Debtor"). I am familiar with the manner in which its records are created or maintained by virtue of my duties and responsibilities.

2. I have been designated by Debtor to state the following facts.

3. I am familiar with the facts set forth herein either by personal knowledge or by review of documents.

4. To the best of my knowledge, after reasonably inquiry, Debtors produced bank statements and books and records (“Records”) as exhibits for its Hearing on Chapter 11 Trustee Motions on or around May 14, 2022. To the best of my knowledge, the Records are comprised of the following documents from the exhibit list submitted by Debtor for the Hearing on Chapter 11 Trustee Motions:

a. **Debtor’s Ex. 22.** The document titled “96 Wythe Acquisition - Equity and Loans Report” is a Federal Rule of Evidence 1006 summary chart prepared from the Debtor’s books and records. It is identified as Williamsburg Hotel Supplemental Production – 000028. This summary chart incorporates information from, and summarizes, Debtor’s Exhibit Nos. 22A, 22B, and 27.

b. **Debtor’s Ex. 22A.** The document titled “Transfers from Hotel Operations to Northside” contains a printout from the books and records of the Management Company relating to transfers into Northside Acquisitions. It is identified as Williamsburg Supplemental Production – 002903 – 002949.

c. **Debtor’s Ex. 22B.** The document titled “Transfers from Northside to 96 Wythe” contains a printout from the books and records of Debtor relating to transfers from Northside Acquisitions into Debtor. It is identified as Williamsburg Supplemental Production – 002950 – 002969.

d. **Debtor's Ex. 23.** The document titled "Owner's Loans Transfers Report - Backup for General Journal Entries" contains backup bank statements and credit card statements through 2018. It is identified as Williamsburg Supplemental Production – 000029 – 000065.¹

e. **Debtor's Ex. 24.** The document titled "*Unredacted* Backup for General Journal Entries No. 2" contains bank statements for the July 2016 period for account ending in #9022. It is identified as Williamsburg Supplemental Production – 008756-8759.

f. **Debtor's Ex. 25.** The document titled "*Unredacted* Backup for General Journal Entries No. 3" contains bank statements for the January 2017 period for account ending in #9022. It is identified as Williamsburg Supplemental Production – 008760 -998769.

g. **Debtor's Ex. 26.** The document titled "Owner's Loans Transfers Report - Bank Statement Backup *Unredacted*" contains bank statements supporting Debtor's Proposed Ex. 22 and Debtor's Proposed Ex. 27 for the relevant time periods. It is identified as Williamsburg Supplemental Production – 000066 – 000526.

h. **Debtor's Ex. 27.** The document titled "Owner's Loans Transfers Report" contains a summary ledger of all relevant deposits and withdrawals from certain bank accounts for the time period of July 13, 2016 through April 28, 2020. It is identified as Williamsburg Supplemental Production – 000527 – 000534.

¹ The original loan report details the loan transfers from the Debtors/Hotel Manager's books and records, with attached supporting bank statements, included certain limited redacted bank statements with respect to transfers unrelated to hotel activity or the report.

- i. **Debtor's Ex. 28.** The document titled "96 Wythe LLC – Equity Report" contains a printout from the books and records of the Debtor evidencing various equity stakes and capital contributions. It is identified as Williamsburg Supplemental Production – 008571 – 008573.
- j. **Debtor's Ex. 29.** The document titled "Loans to 96 Wythe" contains a printout from the books and records of the Debtor evidencing certain loan advances into Debtor. It is identified as Williamsburg Supplemental Production – 008678.
- k. **Debtor's Ex. 40.** The document titled "2018 Bank Statements – Acct # 2297" are bank statements for the account ending in # 2297 for the year 2018. It is identified as Williamsburg Supplemental Production – 000306 – 000327.
- l. **Debtor's Ex. 41.** The document titled "2019 Bank Statements – Acct # 2297" are bank statements for the account ending in # 2297 for the year 2018. It is identified as Williamsburg Supplemental Production – 009197 – 009208.
- m. **Debtor's Ex. 42.** The document titled "2017 Bank Statements – Acct # 3906" are bank statements for the account ending in # 3906 for the year 2017. It is identified as Williamsburg Supplemental Production – 0009372 – 0009373 and Williamsburg Supplemental Production – 000565 – 000616.
- n. **Debtor's Ex. 43.** The document titled "2018 Bank Statements – Acct # 3906" are bank statements for the account ending in # 3906 for the year 2018. It is identified as Williamsburg Supplemental Production – 000617 – 000632.

- o. **Debtor's Ex. 44.** The document titled "2018 Bank Statements – Acct # 7358" are bank statements for the account ending in # 7358 for the year 2018. It is identified as Williamsburg Supplemental Production – 000066 – 000137.
- p. **Debtor's Ex. 45.** The document titled "2019 Bank Statements – Acct # 7358" are bank statements for the account ending in # 7358 for the year 2019. It is identified as Williamsburg Supplemental Production – 000843 – 000842.
- q. **Debtor's Ex. 46.** The document titled "2020 Bank Statements – Acct # 7358" are bank statements for the account ending in # 7358 for the year 2020. It is identified as Williamsburg Supplemental Production – 000843 – 009320.
- r. **Debtor's Ex. 47.** The document titled "2021 Bank Statements – Acct # 7358" are bank statements for the account ending in # 7358 for the year 2021. It is identified as Williamsburg Supplemental Production – 008794 – 008808.
- s. **Debtor's Ex. 48.** The document titled "2020 Bank Statements – Acct # 9206" are bank statements for the account ending in # 9206 for the year 2020. It is identified as Williamsburg Supplemental Production – 008809 – 008896.
- t. **Debtor's Ex. 49.** The document titled "2021 Bank Statements – Acct # 9206" are bank statements for the account ending in # 9206 for the year 2021. It is identified as Williamsburg Supplemental Production – 009404 – 009433.
- u. **Debtor's Ex. 50.** The document titled "2017 Bank Statements – Acct # 9022" are bank statements for the account ending in # 9022 for the year 2017. It is identified as

Williamsburg Supplemental Production – 009434 – 009443 and Williamsburg Supplemental Production – 000877 – 000974.

v. **Debtor's Ex. 51.** The document titled “2018 Bank Statements – Acct # 9022” are bank statements for the account ending in # 9022 for the year 2018. It is identified as Williamsburg Supplemental Production – 000975 – 009274.

w. **Debtor's Ex. 52.** The document titled “2018 Bank Statements – Acct # 9398” are bank statements for the account ending in # 9398 for the year 2018. It is identified as Williamsburg Supplemental Production – 001063 – 001088.

x. **Debtor's Ex. 53.** The document titled “2019 Bank Statements – Acct # 9398” are bank statements for the account ending in # 9398 for the year 2019. It is identified as Williamsburg Supplemental Production – 001089 – 001136.

y. **Debtor's Ex. 54.** The document titled “2020 Bank Statements – Acct # 9398” are bank statements for the account ending in # 9398 for the year 2020. It is identified as Williamsburg Supplemental Production – 001137 – 001156 and Williamsburg Supplemental Production – 009321 – 009358.

z. **Debtor's Ex. 55.** The document titled “2021 Bank Statements – Acct # 9398” are bank statements for the account ending in # 9398 for the year 2021. It is identified as Williamsburg Supplemental Production – 009359 – 009362 and Williamsburg Supplemental Production – 008897 – 008942.

aa. **Debtor's Ex. 56.** The document titled "2020 Bank Statements – Acct # 0102" are bank statements for the account ending in # 0102 for the year 2020. It is identified as Williamsburg Supplemental Production – 003475 – 003532.

bb. **Debtor's Ex. 57.** The document titled "2021 Bank Statements – Acct # 0102" are bank statements for the account ending in # 0102 for the year 2021. It is identified as Williamsburg Supplemental Production – 003533 – 009180.

cc. **Debtor's Ex. 58.** The document titled "2021 Bank Statements – Acct # 3162" are bank statements for the account ending in # 3162 for the year 2021. It is identified as Williamsburg Supplemental Production – 004027 – 009154.

dd. **Debtor's Ex. 59.** The document titled "2020 Bank Statements – Acct # 4400" are bank statements for the account ending in # 4400 for the year 2020. It is identified as Williamsburg Supplemental Production – 004385 – 004404.

ee. **Debtor's Ex. 60.** The document titled "2021 Bank Statements – Acct # 4400" are bank statements for the account ending in # 4400 for the year 2021. It is identified as Williamsburg Supplemental Production – 004405 – 009196.

ff. **Debtor's Ex. 61.** The document titled "2018 Bank Statements – Acct # 2703" are bank statements for the account ending in # 2703 for the year 2018. It is identified as Williamsburg Supplemental Production – 003709 – 003730.

gg. **Debtor's Ex. 62.** The document titled "2019 Bank Statements – Acct # 2703" are bank statements for the account ending in # 2703 for the year 2019. It is identified as Williamsburg Supplemental Production – 003731 – 003798.

hh. **Debtor's Ex. 63.** The document titled "2020 Bank Statements – Acct # 2703" are bank statements for the account ending in # 2703 for the year 2020. It is identified as Williamsburg Supplemental Production – 003799 – 003810 and Williamsburg supplemental Production – 002275 – 002342.

ii. **Debtor's Ex. 64.** The document titled "2021 Bank Statements – Acct # 2703" are bank statements for the account ending in # 2703 for the year 2021. It is identified as Williamsburg Supplemental Production – 002343 – 002368 and Williamsburg Supplemental Production – 008943 – 008968.

jj. **Debtor's Ex. 65.** The document titled "2018 Bank Statements – Acct # 2855" are bank statements for the account ending in # 2855 for the year 2018. It is identified as Williamsburg Supplemental Production – 003811 – 003844.

kk. **Debtor's Ex. 66.** The document titled "2019 Bank Statements – Acct # 2855" are bank statements for the account ending in # 2855 for the year 2019. It is identified as Williamsburg Supplemental Production – 003845 – 003910.

ll. **Debtor's Ex. 67.** The document titled "2020 Bank Statements – Acct # 2855" are bank statements for the account ending in # 2855 for the year 2020. It is identified as

Williamsburg Supplemental Production – 003911 – 003918 and Wythe/Williamsburg Joint Production – 002369 – 002580.

mm. **Debtor’s Ex. 68.** The document titled “2021 Bank Statements – Acct # 2855” are bank statements for the account ending in # 2855 for the year 2021. It is identified as Williamsburg Supplemental Production – 008969 – 008994 and Wythe/Williamsburg Joint Production – 002581 – 0022694.

nn. **Debtor’s Ex. 69.** The document titled “2018 Bank Statements – Acct # 4831” are bank statements for the account ending in # 4831 for the year 2018. It is identified as Williamsburg Supplemental Production – 004409 – 004594.

oo. **Debtor’s Ex. 70.** The document titled “2019 Bank Statements – Acct # 4831” are bank statements for the account ending in # 4831 for the year 2019. It is identified as Williamsburg Supplemental Production – 004595 – 005198.

pp. **Debtor’s Ex. 71.** The document titled “2020 Bank Statements – Acct # 4831” are bank statements for the account ending in # 4831 for the year 2020. It is identified as Williamsburg Supplemental Production – 005199 – 005302 and Williamsburg Supplemental Production – 008995 – 009104.

qq. **Debtor’s Ex. 72.** The document titled “2021 Bank Statements – Acct # 4831” are bank statements for the account ending in # 4831 for the year 2021. It is identified as Williamsburg Supplemental Production – 009105 – 009108.

rr. **Debtor's Ex. 73.** The document titled "2017 Bank Statements – Acct # 8317" are bank statements for the account ending in # 8317 for the year 2017. It is identified as Williamsburg Supplemental Production – 009374 – 009377 and Williamsburg Supplemental Production – 006255 – 006288.

ss. **Debtor's Ex. 74.** The document titled "2018 Bank Statements – Acct # 8317" are bank statements for the account ending in # 8317 for the year 2018. It is identified as Williamsburg Supplemental Production – 006289 – 006309.

tt. **Debtor's Ex. 75.** The document titled "2018 Bank Statements – Acct # 8662" are bank statements for the account ending in # 8662 for the year 2018. It is identified as Williamsburg Supplemental Production – 007844 – 008151.

uu. **Debtor's Ex. 76.** The document titled "2017 Bank Statements – Acct # 9637" are bank statements for the account ending in # 9637 for the year 2017. It is identified as Williamsburg Supplemental Production – 007470 – 007843.

vv. **Debtor's Ex. 77.** The document titled "2018 Bank Statements – Acct # 9637" are bank statements for the account ending in # 9637 for the year 2018. It is identified as Williamsburg Supplemental Production – 007844 – 008151.

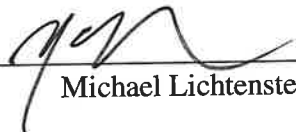
5. To the best of my knowledge, the Records are true and accurate copies of bank statements from the bank system and were either received by mail, or printed from the relevant bank's online banking system.

6. To the best of my knowledge and based on a reasonable review of the information available to me, I further certify that:

- a. The Records were made at or near the time of the acts, events, conditions, or opinions recorded therein;
- b. The Records were made by, or from information transmitted by, persons with knowledge of the acts, events, conditions, or opinions recorded therein;
- c. The Records were kept in the course of regularly conducted business activity; and
- d. The Records were created and maintained as a regular practice of that activity.

FURTHER AFFIANT SAYETH NOT

DATE: May 16, 2022


Michael Lichtenstein